BUTTS JAMES
Form 4
November 23, 2005

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BUTTS JAMES

(Last) (First) (Middle)

8100 MITCHELL ROAD

(Street)

EDEN PRAIRIE, MN 55344

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
C H ROBINSON WORLDWIDE INC [CHRW]

3. Date of Earliest Transaction (Month/Day/Year)
11/22/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								30,000 (1)	I	By Rabbi Trust
Common Stock	11/22/2005		M/K		12,000	A	$ 4.5	744,640 (2)	D	
Common Stock	11/22/2005		F		1,309	D	$ 41.25	755,331	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock Option (Right to Buy)	$ 4.5	11/22/2005		M/K			12,000	(3)	10/15/2007	Common Stock	12,0
Stock Option (Right to Buy)	$ 41.25	11/22/2005		A		1,309		11/23/2005	10/15/2007	Common Stock	1,30
Stock Option (Right to Buy)	$ 6.296							(3)	02/15/2009	Common Stock	12,0
Stock Option (Right to Buy)	$ 10.173							(4)	01/31/2010	Common Stock	20,0
Stock Option (Right to Buy)	$ 14							(5)	02/01/2011	Common Stock	8,00
Stock Option (Right to Buy)	$ 14.625							(6)	02/15/2012	Common Stock	30,0
Stock Option (Right to Buy)	$ 14.82							(7)	02/07/2013	Common Stock	30,0

Reporting Owners

Reporting Owner Name / Address	Relationships

	Director	10% Owner	Officer	Other
BUTTS JAMES 8100 MITCHELL ROAD EDEN PRAIRIE, MN 55344			Vice President	

Signatures

/s/ James E. Butts	11/23/2005
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The shares granted are available to vest over five years, based on the financial performance of the Company.

(2) Includes shares held in the employee stock purchase plan as of a statement dated 9/30/2005.

(3) 100% exercisable.

(4) Vests 25% annually on the anniversary of the date of grant beginning 1/31/02.

(5) Vests 25% annually on the anniversary of the date of grant beginning 2/1/03.

(6) Vests 25% annually on the anniversary of the date of grant beginning 2/15/04.

(7) Vests 25% annually on the anniversary of the date of grant beginning 2/7/05.

Remarks:

All numbers of shares appearing in Table I column 5 and Table II columns 7 and 9, and the option exercise prices on Table II c

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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